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Wednesday 29 March 2017

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Mercredi 29 mars 2017

Standing Committee on
Regulations and Private Bills

Comité permanent des
règlements et des projets
de loi d'intérêt privé



Chair: Ted McMeekin
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LEGISLATIVE ASSEMBLY OF ONTARIO

ASSEMBLÉE LÉGISLATIVE DE L'ONTARIO

STANDING COMMITTEE
ON REGULATIONS
AND PRIVATE BILLSCOMITÉ PERMANENT DES
RÈGLEMENTS ET DES PROJETS DE LOI
D'INTÉRÊT PRIVÉ

Wednesday 29 March 2017

Mercredi 29 mars 2017

The committee met at 0902 in committee room 1.

564539 ONTARIO LIMITED ACT, 2017

Consideration of the following bill:

Bill Pr59, An Act to revive 564539 Ontario Limited.

The Chair (Mr. Ted McMeekin): The Standing Committee on Regulations and Private Bills will now come to order. There are two private bills on the agenda for consideration today.

I'll introduce the surrogate for Todd Smith, namely Bob Bailey, who is going to be handling Bill Pr59, An Act to revive 564539 Ontario Limited.

Mr. Bailey, will you introduce the applicant?

Mr. Robert Bailey: Yes. Mr. Darren Avery has come down to the committee.

The Chair (Mr. Ted McMeekin): Good morning, Mr. Avery. Welcome to Queen's Park, sir.

Mr. Darren Avery: Good morning.

Mr. Robert Bailey: I'm trying to get organized here. I was rushing at the last minute.

The Chair (Mr. Ted McMeekin): Would you introduce yourself, Mr. Avery? Then we'll go on to the sponsor and/or yourself making whatever comments are appropriate.

Mr. Darren Avery: Of course. My name is Darren Avery. I'm an articling student at the law firm O'Flynn Weese in Belleville, Ontario. I'm here today to discuss Bill Pr59, an act to revive a numbered corporation, and hopefully address any questions or concerns you might have regarding the bill.

I've been told that you have been provided with a copy of the bill as well as our compendium. I believe both are relatively straightforward, but I'll give you a very brief synopsis of them. If you have any questions, feel free to interrupt me at any time.

The Chair (Mr. Ted McMeekin): All right. Mr. Bailey, do you have any words of wisdom to offer?

Mr. Robert Bailey: No, just to encourage the committee, after you've had a chance to peruse it, to support the revision.

The Chair (Mr. Ted McMeekin): Okay. So, Mr. Avery, why don't you then lead us through a short recital of what your concerns are and how we can help you?

Mr. Darren Avery: Sure. The corporation that this bill is concerning was dissolved in 1994. The reason it was dissolved was due to failing to file necessary

information under the Corporations Information Act. I understand that more often than not in these cases, the reason the corporation is dissolved is because they don't pay taxes. That was not the situation here. We have done all the necessary advertising, issuing notices in local papers as well as the gazette, inviting any parties to come forward to have input regarding this bill. To date, no such party has come forward. We've inadvertently, I guess, done double what we were required to. We put out the first set of notices in 2014, but due to time constraints were unable to proceed with the bill. No one came forward from those notices. We did the same process again in 2016; once again, no party came forward to contest the revival of the corporation.

All we really require now is the passing of this bill. The reason we are asking for this corporation to be revived is that it owns a large chunk of land. The main owner of the corporation—it's really his main asset. He requires access to this land to make arrangements to either pass it on in his family or to possibly sell it and live off the proceeds.

The Chair (Mr. Ted McMeekin): Okay. Are there any other interested parties in attendance?

Mr. Darren Avery: Not that I'm aware of.

The Chair (Mr. Ted McMeekin): Any comments from the government side? Ms. Vernile.

Ms. Daiene Vernile: Thank you very much, Chair. Good morning. Just a few questions for you: You said that the reason why the company was dissolved was a failure to file information not tied to paying taxes. What was the failure? Do you know?

Mr. Darren Avery: I don't know specifically what information they failed to file. I can provide a little bit of context. The land was originally purchased with the hope of setting up a business, a campground-type affair. Unfortunately, it didn't pan out. Once the business was rather unsuccessful, it was an unfortunate situation where the owner of the corporation got lax on filing certain information. I don't know specifically what he failed to file, but hopefully that provides some context.

Ms. Daiene Vernile: You say it's a big chunk of land. How big?

Mr. Darren Avery: The corporation owns two pieces of property. There's no real address on the land, just the legal descriptions, from the nature of the land, but it's approximately 700 acres.

Ms. Daiene Vernile: Okay. Where is the land situated?

Mr. Darren Avery: I'm not sure where the member is from, but it's around the Madoc area, if you're familiar with that.

Ms. Daiene Vernile: Any idea what the value of the land is at this point?

Mr. Darren Avery: I do not have any idea of what the value of the land is.

Ms. Daiene Vernile: Okay. Thank you.

The Chair (Mr. Ted McMeekin): Ms. Wong?

Ms. Soo Wong: Thank you very much, Mr. Chair. Through you to the applicant: Do we have confidence that if this company gets revived, they would be prepared to comply with the requirements? Because we cannot, as a government, allow companies to not file. Do you have confidence that if we revive this company they will not breach their obligations as owners?

Mr. Darren Avery: Yes, certainly I do. I think this corporation has learned its lesson from the process of seeking to revive it. As I mentioned earlier, this was something we attempted in 2014, and, just because of how difficult and how many steps there are involved in the process, we were unable to do it then. This is something that the corporation has been working at for some time. I'm fairly certain it's not something they'd like to go through again.

Ms. Soo Wong: Is it a family-owned type of corporation, with their own family-type of board of directors?

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Mr. Darren Avery: It's a numbered corporation. I wouldn't even really call it family-owned, in the sense that there are really only two main shareholders, I guess. The idea behind this, from my understanding, is to revive the corporation so that the corporation can deal with the outstanding land. Then my guess would be that they would be looking to fold the corporation. I don't think it's going to be going forward.

Ms. Soo Wong: My last question to you is, does this corporation own other businesses? And are they compliant with the provincial requirements?

The Chair (Mr. Ted McMeekin): Any other businesses, Ms. Wong?

Ms. Soo Wong: Yes, exactly.

Mr. Darren Avery: I do not believe this corporation owns anything apart from this land. It would be difficult to say, just because this corporation has essentially not existed for over 20 years now. Even if they had owned other assets at that time, I don't think anything has been happening for the last 20-plus years on this.

Ms. Soo Wong: Thank you.

The Chair (Mr. Ted McMeekin): Do any other members wish to speak?

I have a question, Mr. Avery. This corporation lost its status in 1994. It's now 23 years later. What took so long?

Mr. Darren Avery: I'm not exactly sure what the holdup was. As I mentioned previously, I know we've been working on this for a few years, attempting to revive this corporation.

The Chair (Mr. Ted McMeekin): Your law firm?

Mr. Darren Avery: Correct, as well as the corporation itself. I believe it's honestly one of these situations where, as I mentioned before, we have basically one person behind this corporation. I think they kind of left it and didn't really turn their mind to it. As that individual grows older and is looking to get their estate and their affairs in order, it became more pressing for them to deal with it now.

The Chair (Mr. Ted McMeekin): Okay. Are the members ready to vote? Okay.

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill carry? Carried.

Shall I report the bill to the House? Carried.

Okay, very good. Done.

Mr. Darren Avery: Thank you very much.

The Chair (Mr. Ted McMeekin): You're welcome.

1476283 ONTARIO LIMITED ACT, 2017

Consideration of the following bill:

Bill Pr60, An Act to revive 1476283 Ontario Limited.

The Chair (Mr. Ted McMeekin): We now have Pr60, An Act to revive 1476283—we're at a revival meeting here.

Mr. Robert Bailey: I'd like to introduce Mr. Gill. He's here to represent the corporation. This is one that I'm a little more familiar with: Canerector Properties. As you can follow along in the bill summary here, this one's a little more recent. It just went into abeyance and dissolved in 2013. For reasons that Mr. Gill will go into further, they would like to revive it. I'll leave it with him, in his capable hands, Mr. Chair.

The Chair (Mr. Ted McMeekin): Okay, Mr. Gill, you're on.

Mr. Luke Gill: I'm Luke Gill. I work as legal counsel for Canerector Inc. It's a pretty simple matter of a company that was dissolved in a reorganization. It was understood that the property it owned at the time had already been transferred to a separate holding company, and it turned out that that was not the case. We would like to revive the corporation for the purpose of transferring that property.

The Chair (Mr. Ted McMeekin): As per the understanding that didn't materialize?

Mr. Luke Gill: Sorry?

The Chair (Mr. Ted McMeekin): As per the understanding that didn't materialize.

Mr. Luke Gill: Yes.

The Chair (Mr. Ted McMeekin): Okay. Anything else? Is anybody else here to speak to this? I don't see anybody.

Does the government have any comments? Members? Hearing none, any other member? Ms. French, anything? Any comments?

Okay. Is the committee ready to vote?

Interjection: Oh, yes.

The Chair (Mr. Ted McMeekin): Oh, yes. Oyez, oyez.

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the carefully worded preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill itself carry? Carried.

Shall I report the bill to the House? Carried.

Mr. Gill, your work is done here.

Mr. Luke Gill: Thank you.

The Chair (Mr. Ted McMeekin): Good luck.

Mr. Robert Bailey: With your permission, Mr. Chair, I'll return to the House, if you're done with me. I've got to go to the House. I was doing something.

The Chair (Mr. Ted McMeekin): Thank you, Mr. Bailey. Mr. Bailey, you can go home now.

The committee meeting is adjourned. Thank you all for coming.

The committee adjourned at 0915.

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